

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

SKYLINE SOFTWARE SYSTEMS, INC.,

Plaintiff,

v.

KEYHOLE, INC., and
GOOGLE INC.

Defendants.

CIVIL ACTION NO. 04-11129 DPW

**DECLARATION OF SAUNDRA L. M. RILEY IN SUPPORT OF DEFENDANTS'
OPPOSITION TO PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION**

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I, Saundra L. M. Riley, declare and state as follows:

1. I am an attorney duly licensed to practice in the State of California and am an associate with the law firm of Fenwick & West LLP, attorneys of record for Defendants Keyhole, Inc. and Google Inc. I have personal knowledge of the matters set forth herein, and if called upon to do so, I could and would testify competently thereto.

2. Attached as Exhibit A to this Declaration is a true and correct copy of the certified transcript of the December 20, 2004 Hearing before the Court, referenced by Docket Entry #40.

3. Attached as Exhibit B to this Declaration is a true and correct copy of United States Patent No. 6,496,189, entitled, "Remote Landscape Display and Pilot Training" issued on December 17, 2002 to Ronnie Yaron.

4. Attached as Exhibit C to this Declaration is a true and correct copy of a printout from the webpage located at www.google.com/press/pressrel/google_earth.html. The printout, which I created on February 2, 2006, comes from Google Inc.'s website (www.google.com) and contains a June 28, 2005 press release announcing Google Inc.'s launch of Google Earth.

5. Attached as Exhibit D to this Declaration is a true and correct copy of a printout from the webpage located at www.nasa.gov/centers/ames/research/lifeonearth/lifeonearth-worldwind.html. The printout, which I created on February 2, 2006, comes from the National Aeronautics and Space Administration's website (www.nasa.gov) and contains information regarding NASA's 3D Earth visualization software, World Wind 1.3.

6. Attached as Exhibit E to this Declaration are true and correct copies of printouts from the webpages located at www.digitalglobe.com/about/resellers.shtml and at www.digitalglobe.com/resellers/globexplorer.html (both from the DigitalGlobe website at www.digitalglobe.com), which I created on February 2, 2006.

7. Attached as Exhibit F to this Declaration is a true and correct copy of the rough transcript of the Hearing re Claim Construction held before this Court on April 27, 2005, which transcript James Gibson, Federal Official Court Reporter, emailed to my firm on or about January 12, 2006. This document is referenced at Docket Entry #74.

8. Attached as Exhibit G to this Declaration is a true and correct copy of the July 5, 2001 Office Action from the prosecution file history of United States Patent No. 6,496,189, entitled, "Remote Landscape Display and Pilot Training" issued on December 17, 2002 to Ronnie Yaron, which prosecution file history was obtained through Faxpat.

9. Attached as Exhibit H to this Declaration is a true and correct copy of the November 27, 2001 Final Office Action from the prosecution file history of United States Patent No. 6,496,189, entitled, "Remote Landscape Display and Pilot Training" issued on December 17, 2002 to Ronnie Yaron, which prosecution file history was obtained through Faxpat.

10. Attached as Exhibit I to this Declaration is a true and correct copy of a March 1, 2002 Amendment from the prosecution file history of United States Patent No. 6,496,189, entitled, "Remote Landscape Display and Pilot Training" issued on December 17, 2002 to Ronnie Yaron, which prosecution file history was obtained through Faxpat.

11. Attached as Exhibit J to this Declaration is a true and correct copy of "Global Terrain Texture: Lowering the Cost" by M. Cosman, presented at the IMAGE VII Conference in Tempe, Arizona, June 12-17, 1994, which copy my firm obtained by facsimile from the library of the Prescott, Arizona campus of the Embry-Riddle Aeronautical University which had the bound volume, *Proceedings of the 1994 Image VII Conference, Tempe, Arizona*.

I declare under the penalty of perjury that the foregoing is true and correct and that this declaration was executed on the 3rd day of February 2006 at Mountain View, California.

/s/ Sandra L. M. Riley

SAUNDRA L. M. RILEY

Certificate of Service

I hereby certify that, on February 3, 2006, I caused a true and accurate copy of the foregoing document to be served upon all counsel of record for each party by complying with

